

**AGENDA**  
**CORPORATIONS COMMITTEE**

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**Teleconference**  
**Friday, January 6, 2006**  
**9:30 a.m. to 12:30 p.m.**

**I. ADMINISTRATIVE MATTERS [10 MIN.]**

1. Opening remarks and announcements: Stokdyk/Gemello
2. Approval of minutes: Willner

**II. AGENCY AND LIAISONS' REPORTS [50 MIN.]**

1. Securities and Exchange Commission: Tyson
2. NASD: Webber
3. Department of Corporations: LeBas/Monahan
4. Secretary of State: Bogart
5. Office of Governmental Affairs: Doyle
6. BLS Committee liaison reports
  - Corporate Law Departments: Harmon
  - Cyberspace Law: Wood
  - Financial Institutions: Occhiolini
  - Non-Profit Corporations: Sawyers
  - Partnerships and LLCs: Skinner
  - UCC: Hong
  - Executive Committee: Bishop/Kelso

**III. SUBCOMMITTEE REPORTS [50 MIN.]**

1. Legislation: Delfino
  - ALP re Jury Waivers: Delfino/Hsu/Occhiolini/Sostrin
  - ALP re Corporate Disclosure Act: Deming/Gemello/Hanson/Stokdyk
2. Communications/Website: Serepca/Sostrin
  - Extranet
  - Website
  - E-bulletins
3. Education/Publications: Weakley
  - SEI program (1/27): Serepca/Skinner
  - BLN Article – 2005 Legislative Update: Davis

- BLN Article – 2005 Opinion Report: Gemello/Wong
  - CLE Teleconference on Shareholder Voting (2/21): Bishop
  - Topics for October State Bar Meeting
4. Litigation: Wood

**IV. ONGOING PROJECTS [60 MIN.]**

1. National Venture Capital Association Model Forms: Skinner
2. Close Corporation Model Act adoptions: Serepca
3. Legal Handbook for Incorporating a Business in California: Weakley
4. ABA Task Force on Attorney-Client Privilege: Davis/Wood
5. Venture Capital Opinion Project: Heinecke/Gemello/Skinner/Thompson
6. Section 215 Project: Lebrecht/Serepca/Deming

**V. NEW BUSINESS [10 MIN.]**

1. SB 119 – Cal. Corp. Code 307(b)